

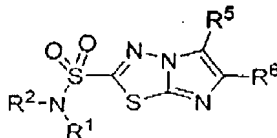
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AMENDMENTS TO THE CLAIMS:

**This listing of claims replaces all prior versions of claims in the application**

1-39 (cancelled)

40 [1]. (currently amended) A compound represented by Formula I:



or a pharmaceutically acceptable salt thereof, wherein:

R<sup>1</sup> is selected from the group consisting of:

- a) C(O)R<sup>9</sup>, wherein R<sup>9</sup> is selected from substituted or unsubstituted C(1-18) alkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl;
- b) C(O)-(CH<sub>2</sub>)<sub>n</sub>-(C(O))<sub>p</sub>-(OCH<sub>2</sub>CH<sub>2</sub>)<sub>m</sub>OR<sup>10</sup>, wherein n=0-6, p=0-1, m=0-22; and R<sup>10</sup> is H, substituted or unsubstituted C(1-6) alkyl, substituted or unsubstituted aryl, substituted or unsubstituted heteroaryl; and
- c) C(O)-(CHR<sup>11</sup>)<sub>n</sub>-NR<sup>12</sup>R<sup>13</sup> wherein n=1-5; and R<sup>11</sup> is selected from the group consisting of: hydrogen, substituted or unsubstituted C(1-8) alkyl, substituted or unsubstituted C(1-8) aralkyl, substituted or unsubstituted C(1-8) aryl, and substituted or unsubstituted C(1-8) heteroaryl; and wherein R<sup>12</sup> and R<sup>13</sup> are individually selected from the group consisting of: hydrogen, substituted or unsubstituted C(1-8) alkyl, substituted or unsubstituted C(1-8) aralkyl, substituted or unsubstituted C(1-8) aryl, substituted or unsubstituted C(1-8) heteroaryl, substituted or unsubstituted C(1-8) alkylcarbonyl, substituted or unsubstituted C(1-8) arylcarbonyl, and substituted or unsubstituted C(1-8) heteroarylcarbonyl; or wherein R<sup>12</sup> and R<sup>13</sup> are combined to form a 5 to 7 membered substituted or unsubstituted heterocyclic ring system;

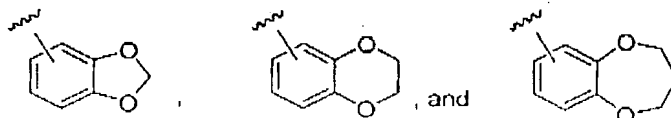
R<sup>2</sup> is H or C(1-4) alkyl;

R<sup>5</sup> is selected from the group consisting of: H, methyl, and substituted or unsubstituted benzyl;

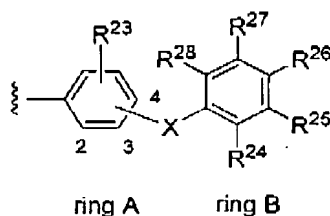
$R^6$  is selected from the group consisting of:

(i) fluoro C(1-6)-alkyl, substituted and unsubstituted C(6-16)-aryl, substituted and unsubstituted heteroaryl, substituted and unsubstituted coumarinyl, and adamantyl;

(ii)



(iii)



wherein

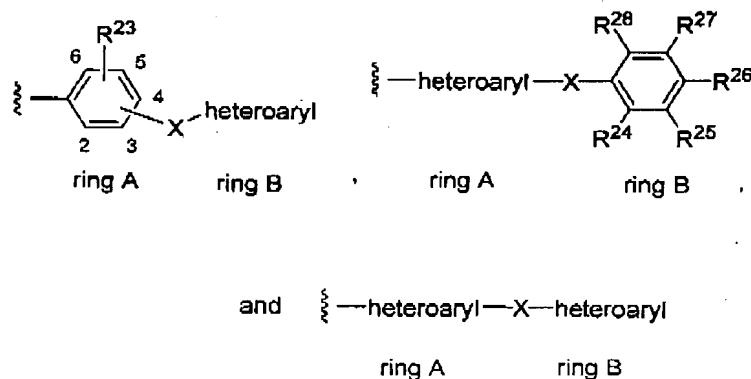
X is represented by a bond, O or  $S(O)_n$ , wherein  $n=0, 1$ , or  $2$ , and is attached to ring A at the 2, 3, or 4 position;

$R^{23}$  on ring A is selected from the group consisting of H, halogen, C(1-8)alkyl, C(1-8) alkoxy and represents up to 4 substitutions;

$R^{24}$  through  $R^{28}$  of ring B is independently selected from the group consisting of: H, halogen, C(1-8) alkyl, C(1-8) fluoroalkyl, C(1-8) alkoxy,

wherein any two adjacent  $R^{24}$  through  $R^{28}$  groups may be combined to form a fused aryl, substituted aryl, heteroaryl, or substituted heteroaryl ring system; and

(iv)



wherein

X is represented by a bond, O or S(O)<sub>n</sub>, wherein n=0, 1, or 2;

R<sup>23</sup> on ring A is selected from the group consisting of: H, halogen, C(1-8) alkyl, C(1-8) alkoxy and represents up to 4 substitutions;

R<sup>24</sup> through R<sup>28</sup> of ring B are independently selected from the group consisting of: H, halogen, C(1-8) alkyl, C(1-8) fluoroalkyl, and C(1-8) alkoxy; and wherein any two adjacent R<sup>24</sup> through R<sup>28</sup> groups may be combined to form a fused aryl, substituted aryl, heteroaryl, or substituted heteroaryl ring system; and

wherein the heteroaryl ring systems of ring A and B contain at least one heteroatom and are substituted or unsubstituted.

41 [2]. (currently amended) The compound, according to claim [1] 40, in which R<sup>1</sup> is C(O)R<sup>9</sup>, wherein R<sup>9</sup> is selected from substituted or unsubstituted alkyl C(1-18).

42 [3]. (currently amended) The compound, according to claim [2] 41, in which R<sup>1</sup> is C(O)R<sup>9</sup>, wherein R<sup>9</sup> is substituted or unsubstituted alkyl C(1-8) alkyl.

43 [4]. (currently amended) The compound, according to claim [1] 40, in which R<sup>1</sup> is C(O)-(CH<sub>2</sub>)<sub>n</sub>-(C(O))<sub>p</sub>-(OCH<sub>2</sub>CH<sub>2</sub>)<sub>m</sub>OR<sup>10</sup>, wherein n=0-6, p=0-1, m=0-22; and R<sup>10</sup> is H, substituted or unsubstituted C(1-6) alkyl.

44 [5]. (currently amended) The compound according to claim [4] 43, in which R<sup>10</sup> is H or CH<sub>3</sub>.

45 [6]. (currently amended) The compound, according to claim [1] 40, in which  $R^1$  is  $C(O)-(CHR^{11})_n-NR^{12}R^{13}$  wherein  $n=1-5$ ;  $R^{11}$  is selected from the group consisting of: hydrogen, substituted or unsubstituted C(1-8) alkyl, substituted or unsubstituted C(1-8) aralkyl, substituted or unsubstituted C(1-8) aryl, substituted or unsubstituted C(1-8) heteroaryl; and  $R^{12}$  and  $R^{13}$  are individually selected from the group consisting of: hydrogen, substituted or unsubstituted C(1-8) alkyl, substituted or unsubstituted C(1-8) aralkyl, substituted or unsubstituted C(1-8) aryl, substituted or unsubstituted C(1-8) heteroaryl, substituted or unsubstituted C(1-8) alkylcarbonyl, substituted or unsubstituted C(1-8) arylcarbonyl, substituted or unsubstituted C(1-8) heteroarylcarbonyl; or  $R^{12}$  and  $R^{13}$  are combined to form a 5 or 6 membered substituted or unsubstituted heterocyclic ring system.

46 [7]. (currently amended) The compound, according to claim [6] 45, in which  $n=1$ .

47 [8]. (currently amended) The compound, according to claim [6] 45, in which  $R^{11}$  is selected from hydrogen, substituted or unsubstituted C(1-8) alkyl.

48 [9]. (currently amended) The compound, according to claim [6] 45, in which  $R^{12}$  and  $R^{13}$  are individually selected from hydrogen and substituted or unsubstituted C(1-8) alkyl.

49 [10]. (currently amended) The compound, according to claim [6] 45, in which  $R^{12}$  and  $R^{13}$  are combined to form a 5 or 6 membered substituted or unsubstituted heterocyclic ring system.

50 [11]. (cancelled)

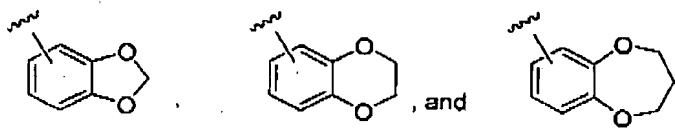
51 [12]. (currently amended) The compound, according to claim [11] 40, in which  $R^2$  is H.

52 [13]. (currently amended) The compound, according to claim [1] 40, in which  $R^5$  is H.

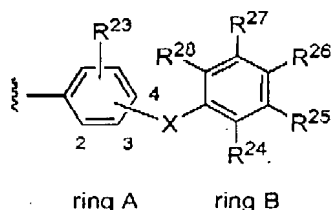
53 [14]. (currently amended) The compound, according to claim [1] 40, in which  $R^6$  is selected from the group consisting of:

(i) fluoro C(1-6)-alkyl, substituted and unsubstituted C(6-16)-aryl, substituted and unsubstituted heteroaryl, substituted and unsubstituted coumarinyl, and adamantyl;

(ii)



(iii)



wherein

X is represented by a bond, O or S(O)<sub>n</sub>, wherein n=0, 1, or 2, and is attached to ring A at the 2, 3, or 4 position;

R<sup>23</sup> on ring A is selected from the group consisting of H, halogen, C(1-8)alkyl, C(1-8) alkoxy and represents up to 4 substitutions;

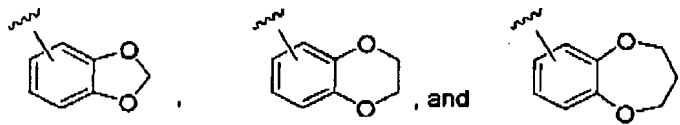
R<sup>24</sup> through R<sup>28</sup> of ring B is independently selected from the group consisting of: H, halogen, C(1-8) alkyl, C(1-8) fluoroalkyl, C(1-8) alkoxy,

wherein any two adjacent R<sup>24</sup> through R<sup>28</sup> groups may be combined to form a fused aryl, substituted aryl, heteroaryl, or substituted heteroaryl ring system.

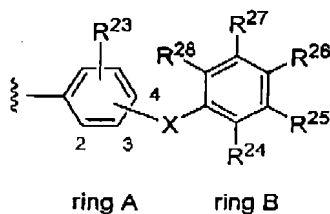
54 [15]. (currently amended) The compound, according to claim [12] 51, in which R<sup>6</sup> is selected from the group consisting of:

(i) substituted and unsubstituted C(6-16)-aryl, substituted and unsubstituted heteroaryl;

(ii)



(iii)



wherein

X is represented by a bond, O, and is attached to ring A at the 2, 3, or 4 position;

R<sup>23</sup> on ring A is hydrogen; and

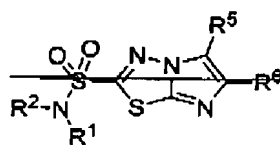
R<sup>24</sup> through R<sup>28</sup> of ring B is independently selected from the group consisting of: H, halogen, C(1-8) alkyl, C(1-8) fluoroalkyl and C(1-8) alkoxy.

55 [16]. (cancelled)

56 [17]. (currently amended) The compound, according to claim [1] 40, in which the substituents are selected from the group consisting of:

- 1) H, halogen, nitro, cyano, C(1-8) alkyl, C(1-8) fluoroalkyl, aralkyl, aryl, heteroaryl, C(1-8) alkylcarbonyl, arylcarbonyl, heteroarylcarbonyl, azide, B(OH)<sub>2</sub>, and adamantyl;
  - 2) XR<sup>19</sup> wherein X=O or S and R<sup>19</sup> is C(1-8) alkyl, hydroxyl, C(1-4) alkoxy, fluoroalkyl, aryl, heteroaryl, lower alkylcarbonyl, arylcarbonyl, heteroarylcarbonyl, lower alkylaminocarbonyl, and arylaminocarbonyl; and
  - 3) NR<sup>14</sup>R<sup>15</sup> wherein R<sup>14</sup> and R<sup>15</sup> are each independently C(1-8) alkyl, or wherein R<sup>14</sup> and R<sup>15</sup> are joined to form an alkyl or heteroalkyl ring system,
- wherein the C(1-8) alkyl, C(1-8) fluoroalkyl, aralkyl, aryl, heteroaryl, C(1-8) alkylcarbonyl, arylcarbonyl, heteroarylcarbonyl, and C(1-4) alkoxy may be further substituted by the substituents from 1), 2), and 3) above.

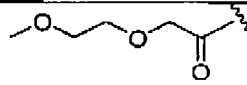
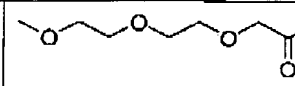
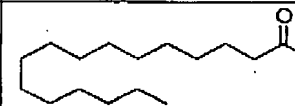
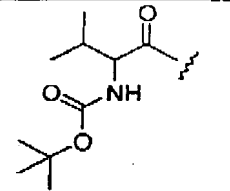
57 [18]. (currently amended) A compound represented by Formula I



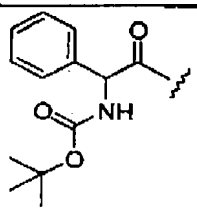
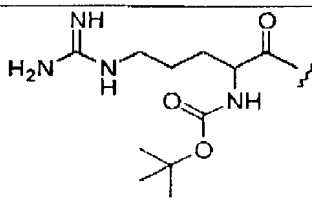
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, according to claim 40, selected from the group consisting of:

Compound	R <sup>1</sup>	R <sup>2</sup>	R <sup>5</sup>	R <sup>6</sup>
15	CH <sub>3</sub> C(O)-	H	H	Ph
16	CH <sub>3</sub> CH <sub>2</sub> CH <sub>2</sub> C(O)-	H	H	Ph
17	<i>tert</i> -BuOC(O)-	H	H	Ph
18	Boc(H)NCH <sub>2</sub> C(O)-	H	H	Ph
19	TFA, H <sub>2</sub> NCH <sub>2</sub> C(O)-	H	H	Ph
20	Ac(H)NCH <sub>2</sub> C(O)-	H	H	Ph
21		H	H	Ph
22	HO <sub>2</sub> CCH <sub>2</sub> CH <sub>2</sub> C(O)-	H	H	Ph
23		H	H	Ph
24		H	H	Ph
25		H	H	Ph
26		H	H	Ph
27	(CH <sub>3</sub> ) <sub>2</sub> NCH <sub>2</sub> C(O)-	H	H	4'-F-Ph
28	CH <sub>3</sub> C(O)-	H	H	diox-Ph

Compound	R <sup>1</sup>	R <sup>2</sup>	R <sup>3</sup>	R <sup>4</sup>
29	CH <sub>3</sub> OCH <sub>2</sub> C(O)-	H	H	diox-Ph
30	CH <sub>3</sub> CH <sub>2</sub> CH <sub>2</sub> C(O)-	H	H	diox-Ph
31	CH <sub>3</sub> C(O)-	H	H	4-morph-Ph
32	CH <sub>3</sub> OCH <sub>2</sub> C(O)-	H	H	4-morph-Ph
33	CH <sub>3</sub> CH <sub>2</sub> CH <sub>2</sub> C(O)-	H	H	4-morph-Ph
34	CH <sub>3</sub> C(O)-	H	H	3'-MeO-biPh
35	CH <sub>3</sub> OCH <sub>2</sub> C(O)-	H	H	3'-MeO-biPh
36	CH <sub>3</sub> CH <sub>2</sub> CH <sub>2</sub> C(O)-	H	H	3'-MeO-biPh
37	CH <sub>3</sub> C(O)-	H	H	3'-CF <sub>3</sub> -biPh
38	CH <sub>3</sub> CH <sub>2</sub> CH <sub>2</sub> C(O)-	H	H	3'-CF <sub>3</sub> -biPh
39	CH <sub>3</sub> OCH <sub>2</sub> C(O)-	H	H	3'-CF <sub>3</sub> -biPh
40	CH <sub>3</sub> CH <sub>2</sub> CH <sub>2</sub> C(O)-	H	H	3'-CF <sub>3</sub> -biPh
41		H	H	3'-CF <sub>3</sub> -biPh
42		H	H	3'-CF <sub>3</sub> -biPh
43	<i>tert</i> -BuOC(O)-	H	H	3'-CF <sub>3</sub> -biPh
44	CH <sub>3</sub> C(O)-	H	H	4-(4-Cl-PhO)Ph
45	CH <sub>3</sub> OCH <sub>2</sub> C(O)-	H	H	4-(4-Cl-PhO)Ph
46	CH <sub>3</sub> CH <sub>2</sub> CH <sub>2</sub> C(O)-	H	H	4-(4-Cl-PhO)Ph
47		H	H	4-(4-Cl-PhO)Ph
48	PhCH <sub>2</sub> OC(O)-	H	H	4-(4-Cl-PhO)Ph
49		H	H	4-(4-Cl-PhO)Ph



Compound	R <sup>1</sup>	R <sup>2</sup>	R <sup>b</sup>	R <sup>6</sup>
50		H	H	4-(4-Cl-PhO)Ph
51		H	H	4-(4-Cl-PhO)Ph

: and

58 [19]. (cancelled)

59 [20]. (currently amended) The compound, according to claim [1] 40, is a salt encapsulated in an encapsulating agent.

60 [21]. (currently amended) The compound according to claim [20] 59, wherein the encapsulating agent is a cyclodextran.

61 [22]. (currently amended) The compound according to claims [20] 59, wherein the encapsulating agent is hydroxypropylcyclodextran (HPCD).

62 [23]. (currently amended) The compound, according to claim [20] 59, in which the salt is selected from the group consisting of: a sodium salt, an ethanolamine salt, a dimethylaminoethanol salt, and a 4-aminopyridine salt.

63 [24]. (currently amended) The compound according to claim [23] 62, in which the salt is a sodium salt.

64 [25]. (currently amended) The compound, according to claim [1] 40, is a prodrug.

65 [26]. (cancelled)

66 [27]. (currently amended) A pharmaceutical composition comprising a compound, according to claim [1] 40, together with a carrier.

67 [28]. (currently amended) A method of preventing or treating peripheral neuropathy in a subject, the method comprising administering to the subject in need thereof an effective amount of the ~~composition~~compound, according to claim [27] 40.

68 [29]. (currently amended) The method, according to claim [28] 67, in which the peripheral neuropathy is induced by a toxic agent.

69 [30]. (currently amended) The method, according to claim [29] 68, in which the toxic agent is a neurotoxic agent or a chemotherapeutic agent.

70 [31]. (currently amended) The method, according to claim [30] 69, in which the chemotherapeutic agent is dideoxyinosine, deoxy cytzine, D4T, cisplatin, etoposide, vincristine, ~~epithilone~~epothilone or its derivatives, Taxol<sup>TM</sup>/Taxotere<sup>TM</sup> or derivatives thereof.

71 [31]. (currently amended) The method, according to claim [30] 69, in which the neurotoxic agent is vincristine, vinblastine, cisplatin, Taxol<sup>TM</sup>, D4T or other antivirals, dideoxy compounds, alcohol, metals, industrial toxins, overdoses of vitamins A, D or B6, penicillin or chloramphenicol.

72 [32]. (currently amended) A method of treating a neurodegenerative disease in a subject, the method comprising administering the subject in need thereof an effective amount of the composition, according to claim [27] 66.

73 [33]. (currently amended) The method, according to claim [32] 72, in which the neurodegenerative disease is Alzheimer's disease, Parkinson's disease, ALS, Huntington's disease, muscular dystrophy, diabetes, HIV, an ischemic insult, retinal ganglion loss following acute ocular stroke or glaucoma, a neurodegenerative condition resulting from a viral infection, and a neuropathy resulting from the use of chemotherapeutic agents used in the treatment of HIV and cancer.

74 [34]. (currently amended) The method, according to claim [32] 72, in which the neurodegenerative disease is a degenerative disease of the eye.

75 [35]. (currently amended) A method of treating a neurodegenerative disease in a subject, the method comprising co-administering to the subject in need thereof the composition, according to

claim [27] 66, with COX-2 inhibitors, NSAIDS, acetylcholinesterase inhibitors, L-dopa, ACE inhibitors or insulin.

76 [36]. (currently amended) A method of inducing axonal growth and/or repair in a subject, the method comprising administering the subject in need thereof an effective amount of the composition according to claim [27] 66.

77 [37]. (currently amended) A method of inducing axonal growth and/or repair in a subject, the method comprising administering to the subject in need thereof the composition, according to claim [27] 66.

78 [38]. (cancelled)

79 [39]. (currently amended) A method of treating a proliferative disease in a subject, the method comprising administering to the subject in need thereof an effective amount of the composition, according to claim [27] 66.

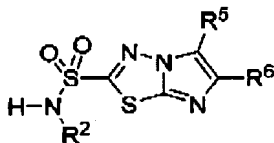
80 [40]. (currently amended) The method, according to claim [39] 79, in which the proliferative condition is cancer.

81 [41]. (currently amended) The method, according to claim [40] 80, in which the cancer is selected from the group consisting of prostate, colon, neuroblastoma, medulloblastoma, and breast cancer.

82 [42]. (currently amended) A method of treating a proliferative disease in a subject, the method comprising co-administering to the subject in need thereof the composition, according to claim [27] 66, with a chemotherapeutic.

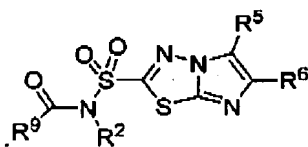
83 [43]. (currently amended) The method, according to claim [42] 82, in which the chemotherapeutic is Taxol, cisplatin or vinca alkaloids.

84 [44]. (currently amended) A process for producing a compound of Formula 1, according to claim [1] 40, the process comprising:



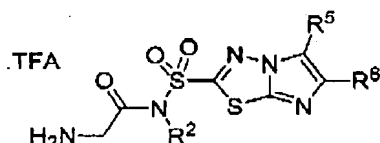
coupling the sulfonamide:

and either R<sup>9</sup>COCl or (R<sup>9</sup>CO)<sub>2</sub>O in a solvent and a base so as to produce the following:

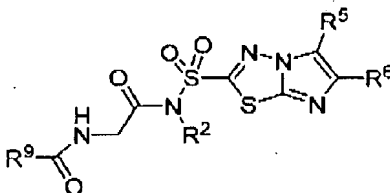


wherein  $R^2$ ,  $R^5$ ,  $R^6$ , and  $R^9$  are as defined herein.

85 [44]. (currently amended) A process for producing a compound of Formula I, according to claim [1] 40, the process comprising:



coupling the sulfonamide:  $H_2N-$  and either  $R^9COCl$  or  $(R^9CO)_2O$  in a solvent and a base so as to produce the following:



wherein  $R^2$ ,  $R^5$ ,  $R^6$ , and  $R^9$  are as defined herein.